

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

Cornerstone Propane, L.P., et al.,

Debtors.

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Chapter 11 Case No.
04-13856 (RDD)

Jointly Administered

**ORDER PURSUANT TO SECTION 363(b)(1) OF THE BANKRUPTCY CODE
APPROVING THE DEBTORS' EMPLOYEE BONUS PROGRAM**

Upon the motion, dated August 27, 2004 (the "Motion"), of Cornerstone Propane Partners, L.P. and its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), for an order, pursuant to section 363(b)(1) of the Bankruptcy Code approving the Debtors' year-end employee Bonus Program, as more fully set forth in the Motion; and it appearing that the Court has jurisdiction over this matter as a core proceeding pursuant to 28 U.S.C. §§ 157 and 1334; and due and proper notice of the Motion having been given, and no other or further notice being required; and it further appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; and after due deliberation and sufficient cause appearing therefor; it is

ORDERED that the Motion is granted; and it is further

ORDERED that the requirement set forth in rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: New York, New York
September 21, 2004

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE